

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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*Counsel for the Official*

*Committee of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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| -----                                    | x |
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| In re:                                   | : |
|  | : |
| Residential Capital LLC, <u>et al.</u> , | : |
|  | : |
| Debtors.                                 | : |
|  | : |
| -----                                    | x |

Chapter 11  
Case No. 12-12020 (MG)  
Jointly Administered

**SUPPLEMENTAL DECLARATION OF KENNETH H. ECKSTEIN PURSUANT TO  
ORDER APPROVING RETENTION OF KRAMER LEVIN NAFTALIS &  
FRANKEL LLP AS COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS, NUNC PRO TUNC TO MAY 16, 2012**

KENNETH H. ECKSTEIN makes this declaration under 28 U.S.C. § 1746 and states the following:

1. I am a partner in the law firm of Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”). Kramer Levin maintains offices for the practice of law, among other locations in the United States and worldwide, at 1177 Avenue of the Americas, New York, New York 10036. I am an attorney at law and in good standing to practice in the State of New York and before the United States District Court for each of the Southern and Eastern Districts of New York.

2. I submit this supplemental declaration (the “**Supplemental Declaration**”) pursuant to this Court’s *Order Approving Retention of Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors, Nunc Pro Tunc, to*

*May 16, 2012* [Docket No. 777], entered July 16, 2012, which requires Kramer Levin, prior to any increase in its hourly rates, to file a supplemental affidavit explaining the basis for the requested rate increase. Except as otherwise indicated, the facts set forth in this Supplemental Declaration are personally known to me, and if called as a witness I could and would testify competently thereto.

3. Effective January 1, 2013, Kramer Levin's hourly rates for services to be performed on behalf of the above captioned Official Committee of Unsecured Creditors (the "**Committee**"), will range as follows:

- (a) the hourly rates for partners and counsel will range from \$750 per hour to \$990 per hour, based upon a variety of factors, including seniority, distinction and expertise in one's field;
- (b) the hourly rates for "special counsel" will range from \$725 per hour to \$805 per hour;
- (c) the hourly rates for associates will range from \$425 per hour to \$795 per hour; and
- (d) the hourly rates for paraprofessionals will range from \$270 per hour to \$320 per hour.

4. Listed below are Kramer Levin's professionals and paraprofessionals (along with their position with the firm and their hourly rates) that are expected to have primary responsibility for providing services to the Committee subsequent to January 1, 2013:

| <u>Name</u>          | <u>Title</u> | <u>2012 Rate</u> | <u>2013 Rate</u> |
|----------------------|--------------|------------------|------------------|
| KENNETH H. ECKSTEIN  | Partner      | 990.00           | 990.00           |
| PHILIP KAUFMAN       | Partner      | 940.00           | 940.00           |
| JEFFREY S. TRACHTMAN | Partner      | 890.00           | 925.00           |
| PHILIP BENTLEY       | Partner      | 865.00           | 895.00           |

| <u>Name</u>           | <u>Title</u>    | <u>2012 Rate</u> | <u>2013 Rate</u> |
|-----------------------|-----------------|------------------|------------------|
| KENNETH CHIN          | Partner         | 840.00           | 875.00           |
| SHARI KROUNER         | Partner         | 840.00           | 875.00           |
| LAURENCE PETTIT       | Partner         | 840.00           | 875.00           |
| PAUL RITTER           | Partner         | 815.00           | 850.00           |
| GILBERT LIU           | Partner         | 815.00           | 850.00           |
| JENNIFER ROCHON       | Partner         | 790.00           | 825.00           |
| P. BRADLEY O'NEILL    | Partner         | 790.00           | 825.00           |
| NORMAN SIMON          | Partner         | 790.00           | 825.00           |
| DOUGLAS MANNAL        | Partner         | 790.00           | 825.00           |
| ELISE S. FREJKA       | Special Counsel | 755.00           | 785.00           |
| BRENDAN SCHULMAN      | Special Counsel | 750.00           | 785.00           |
| JEFFREY TAYLOR        | Associate       | 745.00           | 775.00           |
| CRAIG L SIEGEL        | Associate       | 745.00           | 775.00           |
| MARK CHASS            | Associate       | 745.00           | 775.00           |
| NATAN HAMERMAN        | Associate       | 745.00           | 775.00           |
| DAVID E. BLABEY       | Associate       | 720.00           | 745.00           |
| STEPHEN ZIDE          | Associate       | 720.00           | 745.00           |
| ELAN DANIELS          | Associate       | 700.00           | 725.00           |
| MICHAEL BROOKS        | Associate       | 700.00           | 725.00           |
| SAMANTHA ETTARI       | Associate       | 700.00           | 725.00           |
| JASON S AMSTER        | Associate       | 700.00           | 725.00           |
| ARIELLE WARSHALL-KATZ | Associate       | 700.00           | 725.00           |
| MATTHEW MOSES         | Associate       | 685.00           | 710.00           |
| ADINA LEVINE          | Associate       | 685.00           | 710.00           |
| JOSEPH A SHIFER       | Associate       | 670.00           | 695.00           |
| DANNIE CHO            | Associate       | 635.00           | 655.00           |
| KRISTIN COLEMAN       | Associate       | 635.00           | 655.00           |
| CARL D DUFFIELD       | Associate       | 635.00           | 655.00           |
| SAMANTHA FORD         | Associate       | 635.00           | 655.00           |
| MICHAEL MELLIN        | Associate       | 635.00           | 655.00           |
| ASHLEY MILLER         | Associate       | 595.00           | 610.00           |
| ANDREW J ESTES        | Associate       | 595.00           | 610.00           |
| MEGAN DANESHRAID      | Associate       | 595.00           | 610.00           |
| SARAH N ROSEN         | Associate       | 545.00           | 560.00           |
| JEFFREY DUNLAP        | Associate       | 545.00           | 560.00           |
| DANIEL J BRODY        | Associate       | 545.00           | 560.00           |
| RACHAEL L RINGER      | Associate       | 545.00           | 560.00           |
| KRISTIN DIFRANCESCO   | Associate       | 545.00           | 560.00           |
| AAKASH JARIWALA       | Associate       | 540.00           | 555.00           |
| MATTHEW OLINZOCK      | Associate       | 540.00           | 555.00           |
| MICHAEL HILL          | Associate       | 485.00           | 495.00           |
| DORI MYRVIS           | Associate       | 485.00           | 495.00           |
| ANASTASIA KAUP        | Associate       | 485.00           | 495.00           |
| KURT DENK             | Associate       | 485.00           | 495.00           |
| JOSH CAHN             | Associate       | 440.00           | 460.00           |
| NATHANIEL ALLARD      | Associate       | 415.00           | 425.00           |

| <u>Name</u>     | <u>Title</u> | <u>2012 Rate</u> | <u>2013 Rate</u> |
|-----------------|--------------|------------------|------------------|
| RENEE PHILLIP   | Paralegal    | 295.00           | 305.00           |
| ANNE STACKPOOLE | Paralegal    | 295.00           | 305.00           |
| RACHEL L GOOT   | Paralegal    | 295.00           | 305.00           |
| DAWN CIFONE     | Paralegal    | 295.00           | 305.00           |
| DENISE L. REID  | Paralegal    | 295.00           | 305.00           |
| ALIYA SHAIN     | Paralegal    | 285.00           | 295.00           |
| HENRY YAN       | Paralegal    | 285.00           | 295.00           |

5. As set forth in Kramer Levin's retention application [Docket No. 528, ¶12], and in accordance with section 330(a)(3)(F) of the Bankruptcy Code, Kramer Levin submits that its new hourly rates, as set forth in the preceding two paragraphs, (i) reflect economic and other conditions, (ii) are consistent with rates charged elsewhere, and (iii) are reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code.

6. The Committee has received notice of and approved Kramer Levin's hourly rate increases as set forth herein.

7. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: February 14, 2013

/s/ Kenneth H. Eckstein  
Kenneth H. Eckstein